



## **ABCD (Diabetes Care) Ltd**

### **Terms of Reference for Committee Members**

The ABCD Committee is responsible for leading, developing and implementing the activities of the ABCD and provides leadership and professional guidance. It aims to inspire, motivate, and provide the appropriate direction to the membership and external groups to achieve the charity's aims and objectives which are as follows:

- To provide specialist training in relation to the management of diabetes and complications.
- To promote skills in relation to effective management of diabetes to help improve outcomes.
- To inform public about diabetes and associated complications.
- To represent diabetes specialists widely to help promote development and preservation of excellent clinical services.
- To promote clinical research activity within the field and contribute to national audit.
- To promote publication in the society journal
- To promote life-long learning and mentorship

The committee is accountable to the ABCD executive, of which the chair is a member. The ABCD Executive is responsible for providing the financial, governance and performance management framework within which ABCD operates.

### **Composition of the ABCD Committee**

The committee shall consist of not more than 12 elected members. Other members and/or individuals may be co-opted to the committee to provide expertise on specific programmes/ activities for the organisation. The ABCD operations team supports the committee and chair.

### **Elected Committee Members**

The length of office for a committee member is three years. Committee members may serve a second term if there are no objections from the wider committee. Those serving a second term will be encouraged to take on a sub-committee leadership role. Subcommittee chairs should seek counsel and support from the executive committee. Serving beyond two terms may occur in exceptional circumstances.

Thereafter, the committee member is entitled to reapply for committee membership following an absence of three years provided the committee is convinced they are adding unique value and are not putting a barrier in the way of new people joining the committee. No member shall serve more than two terms of office unless a resolution is passed by the executive authorising election for a further term.

When a vacancy occurs on the committee, either by resignation or completion of a term of office, nominations for membership will be requested from the ABCD members by the chair or general secretary. To be eligible to stand for election to the committee a member must be a voting member of ABCD and be aware of and willing to accept responsibilities of the office and to work within the guidelines. The elected members shall be the only members of the ABCD committee with voting rights.

The list of nominees will be circulated to the executive team who will approve the final list and will be distributed to the ABCD membership for election.

if the number of nominees corresponds to the number and nature of the committee vacancies then those nominees will be elected automatically to the committee without recourse to a vote. If the number of nominees exceeds the number of places available, members will be invited to vote for as many candidates as they wish up to a maximum corresponding to the number of available vacancies. No voting preference will be required. Votes not received by the closing date, will be invalid. The appropriate number of nominees with the highest votes cast will be elected to the available places on the committee.

### **Co-opted Committee Members:**

The committee shall have the power to co-opt additional members as it sees fit to give support and advice on a specific area of activity for the duration of their role, for example a member may be co-opted to provide advice and information on collaborative programmes with other societies. The appointment of co-opted members ceases as soon as activity is completed or their role in the activity concludes.

### **Committee Responsibilities and Expectations**

The committee, supported by the chair, shall be responsible for:

- Formulating recommendations for the trustees on the strategic direction of ABCD and its short, medium, and long-term business plans.
- Securing the funding and other resources required to deliver the agreed strategic direction and business plans.
- Communicating the Charity's vision and plans to the membership and external stakeholders.
- Implementing the approved annual business plan, reporting progress and any deviations to the executive.
- Identifying and responding to business opportunities as they arise, seeking approval from trustees for any activity outside the agreed business plan.
- Determining and making recommendations on the ABCD membership schemes, fees, and packages of benefits to the trustees
- Contributing on behalf of the ABCD membership to the aims/scope, editorial policies/ strategies, and annual business plan.

All committee members are expected to:

- Adhere to the Code of Conduct, Conflict of Interest and Equality and Diversity policies.
- Attend at least three out of every four committee meetings and make a significant contribution to these meetings.
- Attend the ABCD's annual conference.
- Have active engagement with the executive team.
- Support the work of sub-committees and the chairs of the sub committees where appropriate.
- Behave as a local champion to promote activity and membership of the Association.

### **Removal of Committee Members**

Any member of the committee shall cease to hold office if they:

- Ceases to be a member of ABCD.
- Becomes incapable by reason of mental disorder, alcohol, illness, or injury of managing and administering their own affairs.
- Resigns their office by notice to the Chair, or in the case of the Chair by notice to the executive team.
- Fails attend at least three out of every four committee meetings without the permission of the committee and the committee resolve that their office be vacated.

- Fails to make a significant contribution to the organisation.
- Fails to have an active engagement with the executive team and other stakeholders.
- Receive a vote of no confidence or are deemed to have brought the Charity into disrepute and are asked by the Chair to resign. The member concerned may appeal to the executive team.

If any member of the committee is removed from office, they will be unable to stand for re-election or have their position extended.

### **Committee Proceedings**

The committee shall meet regularly, at least twice a year either held in person or by suitable electronic means agreed by the members in which, all participants may communicate simultaneously with all other participants.

Decisions made by the committee shall be by simple majority verdict unless otherwise agreed. All elected committee members shall have equal voting rights. In the event of there being a tied vote, then the Chair will have an additional casting vote. Co-opted members do not have voting rights at committee meetings.

Conflicts of interest will be declared each year in line with the ABCD conflict of interest policy.

All committee meetings are to be minuted with the minutes to be presented at the committee meeting, and ratified by the committee as agreed, and then signed off by the Chair. Minutes are approved by the Chair and are to be circulated to committee members within two weeks of a committee meeting. Any changes to the minutes are to be communicated to the committee members within two weeks of the minutes being ratified.

### **Committee Expenses**

All reasonable standard class travel costs incurred by the individual will be reimbursed for committee members attending meetings and sub-committee meetings. Expenses will be paid upon presentation of a completed ABCD expenses claim form. Car travel costs will be reimbursed at a rate of 45p per mile and rail or air fares will be refunded at standard class upon presentation of a valid receipt.

**Agreed by Executive team: 14<sup>th</sup> May 2021**

**Agreed by ABCD committee: 19<sup>th</sup> May 2021**

**Approved by Trustees: 23<sup>rd</sup> June 2021**

**Date of next review: June 2024**

**Revised: 5<sup>th</sup> May 2022**